

**UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF NEW YORK**

ORA NAFTALI AND RONI NAFTALI,
AS TRUSTEES OF THE EDTOM TRUST,

Plaintiff,

- v -

NEW YORK DEFERRED EXCHANGE
CORP., AND JEFFREY WECHSLER

Defendants.

Civil Action No. 15-cv-7152 (JMA)(ARL)

**DECLARATION OF
MATTHEW FERLAZZO IN SUPPORT
OF NYDEC'S MOTION FOR
SUMMARY JUDGMENT**

NEW YORK DEFERRED EXCHANGE CORP.,

Counterclaim Plaintiff,

- v -

ORA NAFTALI AND RONI NAFTALI, AS
TRUSTEES OF THE EDTOM TRUST,

Counterclaim Defendants.

NEW YORK DEFERRED EXCHANGE CORP.,

Third-Party Plaintiff,

- v -

ORA NAFTALI AND RONI NAFTALI,

Third-Party Defendants.

ORA NAFTALI AND RONI NAFTALI,

Third-Party Counterclaim Plaintiffs,

- v -

NEW YORK DEFERRED EXCHANGE CORP

Third-Party Counterclaim Defendants.

ORA NAFTALI AND RONI NAFTALI

Third-Party Cross-Claim Plaintiffs,

-v-

JEFFREY L. WECHSLER,

Third-Party Cross-Claim Defendants.

JEFFREY L. WECHSLER, Third-Party Plaintiff, -v- JOSEPH TAPLITZKY, Third-Party Defendant.
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MATTHEW C. FERLAZZO, an attorney duly admitted to practice before this Court, declares the following under penalty of perjury pursuant to 28 U.S.C. § 1746:

1. I am a partner at the law firm of Hinshaw & Culbertson LLP, counsel for Defendant/Counterclaim Plaintiff/Third-Party Plaintiff/Third-Party Counterclaim Defendant New York Deferred Exchange Corporation (“NYDEC”) in the above-referenced matter.

2. This Declaration with the annexed exhibits and the accompanying Memorandum of Law are submitted in support of Defendant’s motion for an Order: (i) pursuant to Rule 56 of the Federal Rules of Civil Procedure, granting NYDEC summary judgment dismissing the claims of Plaintiffs/Counterclaim Defendants/Third-Party Defendants/Third-Party Counterclaimants/Third-Party Cross-Claim Plaintiffs Edtom Trust and its trustees Ora and Roni Naftali (“Plaintiffs”) claims against NYDEC with prejudice; and (ii) granting such other and further relief as the Court deems just and proper.

3. A true and accurate copy of the contract of sale executed by Plaintiffs in connection with the sale of their apartment is annexed hereto as **Exhibit A**.

4. A true and correct copy of the Exchange Agreement executed by NYDEC and Plaintiffs is annexed hereto as **Exhibit B**.

5. True and accurate copies of emails exchanged between Defendant Jeffrey Wechsler, Plaintiffs’ counsel in connection it the sale of the apartment, and NYDEC from November 18, 2014 are annexed hereto as **Exhibit C**.

6. True and accurate copies of emails exchanged between Defendant Jeffrey Wechsler and NYDEC from December 8, 2014 through December 10, 2014 are annexed hereto as **Exhibit D**.

7. True and accurate copies of emails exchanged between Defendant Jeffrey Wechsler and NYDEC from December 23, 2014 are annexed hereto as **Exhibit E**.

8. A true and accurate copy of an April 10, 2015 email from NYDEC to Jeffrey Wechsler, and the attached Form 8288 that NYDEC filed with the IRS, are annexed hereto at **Exhibit F**.

9. A true and accurate copy of the IRS Notice issuing a tax identification number to Plaintiff Edtom Trust, dated July 9, 2015, is annexed hereto as **Exhibit G**.

10. A true and correct copy of the January 6, 2016 agreement executed by NYDEC and Plaintiffs is annexed hereto as **Exhibit H**.

11. Plaintiff Ora Naftali was deposed in this action on August 23, 2019. A true and accurate copy of excerpts from the deposition transcript of Ms. Naftali is annexed hereto as **Exhibit I**.

12. NYDEC President Fredrich “Fritz” Trinklein was deposed in this action on September 11, 2019. A true and accurate copy of excerpts from the deposition transcript of Mr. Trinklein is annexed hereto as **Exhibit J**.

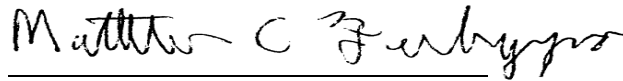
13. A true and accurate copy of the Declaration of Fredrich Trinklein, dated February 17, 2021, is annexed hereto as **Exhibit K**.

14. Jeffrey Wechsler was deposed in connection with this action on September 5, 2019. A true and accurate copy of excerpts from the deposition transcript of Mr. Wechsler is annexed hereto as **Exhibit L**.

15. Third-Party Defendant Joseph Taplitzky, Plaintiffs' real estate broker, was deposed in connection with this action on October 17, 2019. A true and accurate copy of excerpts from the deposition transcript of Mr. Taplitzky is annexed hereto as **Exhibit M**.

16. Plaintiffs' expert witness, Dmitry Goykhman, was deposed in connection with this action on May 1, 2020. A true and accurate copy of excerpts from the deposition of Mr. Goykman is annexed hereto as **Exhibit N**.

Dated: New York, New York
February 19, 2021

A handwritten signature in black ink, reading "Matthew C. Ferlazzo", written over a horizontal line.

Matthew C. Ferlazzo